

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

FTX TRADING LTD., *et al.*,¹

Case No. 22-11068 (JTD)

Debtors.

(Jointly Administered)

Objection Deadline: October 5, 2023 at 4:00 p.m. (ET)²

Hearing Date: December 13, 2023 at 1:00 p.m. (ET)

**SUPPLEMENT TO THIRD INTERIM FEE REQUEST OF
YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Young Conway Stargatt & Taylor, LLP (“**Young Conway**”), co-counsel to the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 cases (the “**Committee**”), hereby supplements the *Third Interim Fee Request of Young Conway Stargatt & Taylor, LLP* (the “**Interim Fee Request**”) for the period from May 1, 2023 through and including July 31, 2023 (the “**Request Period**”) by attaching, as Exhibits A through E hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “**UST Guidelines**”). In addition, Young Conway respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

a. During the Request Period, Young Conaway did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.

¹ The last four digits of FTX Trading Ltd.'s tax identification number are 3288. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

² The objection deadline set forth herein is for all parties other than the Fee Examiner and the U.S. Trustee (each as defined in the Fee Examiner Order), whose objection deadline shall be governed by that certain *Order (I) Appointing Fee Examiner and (II) Establishing Procedures for Consideration of Requested Fee Compensation and Reimbursement of Expenses* [Docket No. 834] (the “Fee Examiner Order”).

b. The fees and expenses sought by Young Conaway in the Interim Fee Request are less than the fees and expenses budgeted in Young Conaway's budget and staffing plan for the Request Period.

c. The professionals included in the Interim Fee Request did not vary their hourly rate based on the geographic location of the bankruptcy cases.

d. The Interim Fee Request did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy.

e. The time period covered by the Interim Fee Request includes 2.70 hours (with a value of \$2,713.50) spent by Young Conaway to ensure that the time entries included in certain of the monthly fee applications that are subject to the Interim Fee Request comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review, and any revisions associated therewith, are a necessary component of Young Conaway's preparation of each monthly fee application.

f. The Interim Fee Request does not include any rate increases that were not previously disclosed.

Dated: September 15, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Robert F. Poppiti, Jr.

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** Admitted pro hac vice*

*Counsel to the Official Committee
of Unsecured Creditors*

EXHIBIT A**CUSTOMARY AND COMPARABLE
COMPENSATION DISCLOSURES**

Young Conaway's hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by similarly skilled bankruptcy attorneys. In addition, Young Conaway's hourly rates for bankruptcy services are comparable to the rates charged by the Firm for other complex corporate and litigation matters. The rates charged by the Firm for the services performed in the prior calendar year in the practice areas that are comparable to the services performed by the Bankruptcy and Corporate Restructuring section – namely, Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation – are set forth below. Also included below is 2022 blended hourly rate information for all sections of the Firm, excluding the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

Category of Timekeeper	2022 Blended Hourly Rate		Billed This Interim Request
	Billed In comparable practice areas for preceding calendar year¹	Billed Firm-wide for preceding calendar year²	
Partner	\$817	\$743	\$948
Counsel	\$668	\$603	N/A
Associate	\$457	\$449	\$560
Paralegal	\$293	\$206	\$363
Aggregated:	\$605	\$552	\$822

¹ This column reflects the blended 2022 rates charged by the firm for complex corporate and litigation matters in the following sections of the firm: Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation.

² This column excludes blended hourly rates for the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

EXHIBIT B**SUMMARY OF TIMEKEEPERS INCLUDED IN THE THIRD INTERIM FEE REQUEST**

Name	Title	Department	Date of First Admission	Hourly Rate Billed in the Request Period (\$)	Hours Billed in the Request Period	Fees Billed in the Request Period
Edmon L. Morton	Partner	Bankruptcy	1999	\$	0.80	\$892.00
Matthew B. Lunn	Partner	Bankruptcy	2001	\$1,025.00	147.40	\$151,085.00
Michael S. Neiburg	Partner	Bankruptcy	2009	\$900.00	0.90	\$810.00
Robert F. Poppiti	Partner	Bankruptcy	2007	\$890.00	183.60	\$163,404.00
James Yoch	Partner	Corporate	2008	\$890.00	15.70	\$13,973.00
Jared Kochenash	Associate	Bankruptcy	2018	\$560.00	69.10	\$38,696.00
Roxanne Eastes	Associate	Bankruptcy	2019	\$560.00	6.40	\$3,584.00
Debbie Laskin	Paralegal	Bankruptcy	N/A	\$365.00	42.80	\$15,622.00
Brenda Walters	Paralegal	Bankruptcy	N/A	\$365.00	0.30	\$109.50
Chad Corazza	Paralegal	Bankruptcy	N/A	\$355.00	9.30	\$3,301.50
Totals					476.30	\$391,477.00

EXHIBIT C

BUDGET AND STAFFING PLAN

BUDGET AND STAFFING PLAN

Professional	2023 Hourly Rate	Budgeted Hours for May 2023	Budgeted Hours for June 2023	Budgeted Hours for July 2023
Matthew B. Lunn <i>Partner since 2010. Joined firm as an associate in 2001. Member of the DE Bar since 2001 and NY Bar since 2009.</i>	\$1,025	75	75	75
Robert F. Poppiti <i>Partner since 2018. Joined firm as an associate in 2007. Member of the DE Bar since 2007 and NY Bar since 2015.</i>	\$890	75	75	75
Michael S. Neiburg <i>Partner since 2019. Joined firm as associate in 2008. Member of DE Bar since 2009.</i>	\$900	10	10	10
James Yoch <i>Partner since 2018. Joined firm as an associate in 2009. Member of the DE Bar since 2008.</i>	\$890	10	10	10
Jared Kochenash <i>Joined firm as an associate in 2018. Member of the DE Bar since 2018.</i>	\$560	50	50	50
Roxanne M. Eastes <i>Joined firm as associate in 2020. Member of DE Bar since 2019 and NY Bar since 2020.</i>	\$560	35	35	35
Debbie Laskin <i>Paralegal</i>	\$365	25	25	25
TOTAL		280	280	280

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Fee Period	Average 2023 Hourly Rate¹
Partners	4	\$950.15
Associates (7 or more years since first admission)	-	-
Associate (4-6 years since first admission)	1	\$560
Associate (less than 4 years since first admission)	1	\$560
Paralegal	1	\$365

¹ The Average Hourly Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper over the course of the Budgeted Period.

<u>May 2023</u>	<u>June 2023</u>	<u>July 2023</u>	<u>Total</u>
Fees: \$218,250 Expenses: \$3,500 Total: \$221,750	Fees: \$218,250 Expenses: \$3,500 Total: \$221,750	Fees: \$218,250 Expenses: \$3,500 Total: \$221,750	Fees: \$654,750 Expenses: \$10,500 Total: \$665,200

<u>Project Category</u>		<u>Budgeted Hours</u>	<u>Budgeted Fees</u>	<u>Actual Hours</u>	<u>Actual Fees</u>
B001	Case Administration	100	\$77,946	21.90	\$10,954.00
B002	Court Hearings	75	\$58,460	60.50	\$51,793.50
B004	Schedules & Statements, U.S. Trustee Reports	5	\$3,897	5.00	\$3,865.00
B005	Lease/Executory Contract Issues	20	\$15,589	0.70	\$623.00
B006	Use, Sale or Lease of Property (363 issues)	75	\$58,460	27.40	\$23,484.50
B007	Claims Analysis, Objections and Resolutions	5	\$3,897	16.00	\$15,242.00
B008	Meetings	75	\$58,460	55.20	\$52,233.00
B009	Stay Relief Matters	50	\$38,973	16.50	\$15,315.00
B011	Other Adversary Proceedings	100	\$77,946	73.90	\$62,078.00
B012	Plan and Disclosure Statement	125	\$97,433	36.30	\$29,407.50
B013	Creditor Inquiries	5	\$3,897	0.20	\$73.00
B014	General Corporate Matters	5	\$3,897	2.50	\$2,562.50
B015	Employee Matters	0	\$0	1.80	\$1,696.50
B016	Asset Analysis	5	\$3,897	0.00	\$0.00
B017	Retention of Professionals/Fee Issues	20	\$15,589	32.80	\$20,157.50
B018	Fee App Prep	25	\$19,487	10.40	\$6,961.00
BN014	FTX Digital Chapter 15 Proceeding	50	\$38,973	7.40	\$6,775.00
BN015	Voyager Litigation and Claims	100	\$77,946	107.80	\$88,256.00
Total		840	\$654,750	476.30	\$391,477.00

EXHIBIT D**SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT**

SUMMARY OF COMPENSATION BY PROJECT CATEGORY		
Project Category	Hours Billed	Fees Sought (\$)
Case Administration (B001)	21.90	\$10,954.00
Court Hearings (B002)	60.50	\$51,793.50
Schedules & Statements, U.S. Trustee Reports (B004)	5.00	\$3,865.00
Lease/Executory Contract Issues (B005)	0.70	\$623.00
Use, Sale or Lease of Property (B006)	27.40	\$23,484.50
Claims Analysis, Objections & Resolutions (B007)	16.00	\$15,242.00
Meetings (B008)	55.20	\$52,233.00
Stay Relief Matters (B009)	16.50	\$15,315.00
Other Adversary Matters (B011)	73.90	\$62,078.00
Plan and Disclosure Statement (B012)	36.30	\$29,407.50
Creditor Inquiries (B013)	0.20	\$73.00
General Corporate Matters (B014)	2.50	\$2,562.50
Employee Matters (B015)	1.80	\$1,696.50
Asset Analysis (B016)	0.00	\$0.00
Retention of Professionals/Fee Issues (B017)	32.80	\$20,157.50
Fee Application Preparation (B018)	10.40	\$6,961.00
FTX Chapter 15 Proceeding (BN014)	7.40	\$6,775.00
Voyager (BN015)	107.80	\$88,256.00
Totals	476.30	\$391,477.00

SUMMARY OF EXPENSE REIMBURSEMENT	
Category	Amount (\$)
Reproduction	\$2,113.10
Air/Rail Travel	\$324.00
Delivery/Courier	\$198.00
Transcripts	\$328.80
Filing Fees	\$253.00
Teleconference	\$350.00
Working Meals	\$703.74
Computerized Legal Research	\$362.01
Docket Retrieval/Search	\$289.20
Parking	\$12.00
Total	\$4,933.85

EXHIBIT E

SUMMARY OF THIRD INTERIM FEE REQUEST	
Name of Applicant	Young Conaway Stargatt & Taylor, LLP
Name of Client	the Official Committee of Unsecured Creditors
Time period covered by the Interim Fee Request	May 1, 2023 – July 31, 2023
Total compensation sought during the Request Period	\$391,477.00
Total expenses sought during the Request Period	\$4,933.85
Petition Date	November 11, 2022
Retention Date	December 22, 2022
Date of order approving employment	February 8, 2023
Total compensation approved by interim order to date [D.I. 1794, 2506]	\$886,478.44
Total expenses approved by interim order to date [D.I. 1794, 2506]	\$4,596.46
Total allowed compensation paid to date	\$859,884.10
Total allowed expenses paid to date	\$6,689.44
Blended rate in the Interim Fee Request for all attorneys	\$879.00
Blended rate in the Interim Fee Request for all timekeepers	\$822.00
Compensation sought in the Interim Fee Request already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$313,181.60
Expenses sought in the Interim Fee Request already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$4,933.85
Number of professionals included in the Interim Fee Request	10
If applicable, number of professionals in the Interim Fee Request not included in staffing plan for Request Period	N/A
If applicable, difference between fees and expenses budgeted and sought during the Request Period	\$654,750.00 – Fees Budgeted \$391,477.00 – Fees Sought \$10,500 – Expenses Budgeted \$4,933.85 – Expenses Sought
Number of professionals billing fewer than 15 hours to the case during the Request Period	5
Are any rates higher than those approved or disclosed at retention?	No